



Development
Services Agency



Ohio
Historic Preservation
Tax Credit

Ohio Historic Preservation Tax Credit Certificate

PROJECT NAME: PHOENIX BLOCK		FY13036		
OWNER INFORMATION		PROJECT INFORMATION		
Certificate Owner: CPS Phoenix Investments, LLC <i>- tax credit to be taken by investors -</i>		Project Address: 105-109 East Main Street Ravenna, Ohio 44266		
Owner Contact: Nelson W. Burns		Rehabilitation Period: Non-Staged (24 Months)		
Owner Address: 5982 Rhodes Road Kent, Ohio 44240				
Tax Class: LLC		Project Start Date: 1/3/2013		
		Project End Date: 6/26/2015		
CERTIFICATION REQUIREMENTS				
Proof of Ownership: County Auditor Report		Date: 6/17/2015		
Proof of Historic Approvals: State Rehab Approval		Date: 3/4/2016		
Proof of Completion: Certificate of Occupancy		Date: 7/23/2015		
Staff Site Visit: Complete		Date: 11/3/2015		
Financial Analysis: Third-Party Cost Certification		Date: 1/11/2016		
PASS-THROUGH ENTITY INFORMATION				
	Entity / Investors	FEIN/SSN:	Ownership:	Credit:
A	CPS Phoenix Investment, LLC			0%
B	GBX Ohio HTC, LLC			100%
C	CPS Phoenix Master Tenant, LLC			0%
FINANCIAL INFORMATION				
Fiscal Year Approval:		2013		
Effective Date of Certificate:		12/4/2015		
Total Project Cost:		\$3,915,462		
Qualified Rehabilitation Expenditures:		\$3,313,184		
Tax Credit Approved:		\$515,000*		

*Tax credits are limited to the amount provided in the approved application as established in ORC 149.311(D)(2).

Pursuant to Ohio Revised Code Section 149.311, the issuance of a certificate represents a finding by the Director of Development Services that the building that is the subject of the application is a historic building and the applicant is the owner of the building; that the rehabilitation satisfies the standards prescribed by the United States Secretary of the Interior under 16 U.S.C. 470, et. seq., as amended, and 36 C.F.R. 67.7 or a successor to that section; and that receiving a rehabilitation tax credit certificate is a major factor in: (a) the applicant's decision to rehabilitate the historic building; or (b) to increase the level of investment in such rehabilitation. Issuance of a certificate does not represent a verification or certification by the Director of Development Services of the amount of qualified rehabilitated expenditures for which the tax credit may be claimed under section 5725.151, 5726.52, 5725.34, 5729.17, 5733.47, 5747.76 of the Revised Code. The amount of qualified rehabilitated expenditures which is the basis for the tax credit authorized herein may be claimed is subject to inspection and examination by the tax commissioner or employees of the commissioner under section 5703.19 of the Revised Code and any other applicable law.

Ohio Development Services Agency, David Goodman, Director

By:

Date:

3/8/16

Matt Peters
Assistant Director

Memo

To: Matt Peters, Assistant Director, Ohio Development Services Agency

CC: Padmini Roy-Dixon, Deputy Chief, Office of Strategic Business Investments

From: Nathaniel Kaelin, OHPTC Program Manager, Office of Strategic Business Investments

Date: March 6, 2016

Re: **Ohio Historic Preservation Tax Credit Certificate – Phoenix Block**

Purpose: This memo summarizes the tax credit certification information of the above application.

Project Description: The Phoenix Block in Downtown Ravenna is most identifiable as the home of the Independent Order of the Odd Fellows (IOOF) Lodge. Coleman Professional Services purchased a portion of the building (105-109 East Main Street) and developed 10 affordable supportive housing units on the second and third floors. Three first floor storefronts are operated as enterprise businesses and provide employment opportunities for participants in Coleman's vocational programs.

Certification Request: The below amounts represent the value of the Qualified Rehabilitation Expenditures (QREs) and Tax Credit value for both the application estimate and the final certification representing the actual expenses incurred during the rehabilitation period.

Category	Application Estimate	Certification Request	Difference
Total Project Cost	\$2,633,547	\$3,915,462	\$1,281,915
Qualified Rehabilitation Expenditures	\$2,555,968	\$3,313,184	\$757,216
Tax Credit Percentage	up to 25%	25%	
Tax Credit Amount*	\$515,000	\$828,296	\$313,296

Tax Credit Amount Certified: **\$515,000***

*Round 10 applicants are issued 25% of the QREs up to the original applicant estimate and \$5 million project cap.

Certification Requirements: All necessary certification requirements have been verified as detailed below.

- **Signed Request for Certification Form:** Submitted (9/28/2015)
- **Proof of Ownership:** County Auditor Report (6/17/2015)
- **Schedule for Claiming Credit:** Submitted (9/28/2015)
- **Proof of Historic Approvals:** State Rehab Approval (3/4/2016)
- **Proof of Completion:** Certificate of Occupancy (7/23/2015)
- **Staff Site Visit:** Complete (11/3/2015)
- **Financial Analysis:** Third-Party Cost Certification (1/11/2016)
- **Certification Fee:** Paid (9/28/2015)

FY13036

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SEP 28 2015

Ohio Development Services Agency
Office of Strategic Business Investments

Ohio

Historic Preservation

Tax Credit

Request for Certification and Notification of Project Completion

Name of Building/Project: Phoenix Block

This form will provide guidance on what information and documentation is required to request certification for an approved Ohio Historic Preservation Tax Credit application. After a project is completed, the applicant has 90 days to notify the Ohio Development Services Agency and request an Ohio Historic Preservation Tax Credit certificate. Please read all instructions carefully before compiling your request for certification and contact the Office of Strategic Business Investments at historic@development.ohio.gov or (614) 466-4551 if you have any questions.

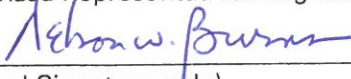
- The Ohio Historic Preservation Tax Credit Program materials are available online at ohptc.development.ohio.gov. Section 8 of the Program Policies provides additional guidance on project certification.
- Complete this request for certification as a PDF form and print out for submission with original signature by the authorized representative of the application, along with the attachments required. The request will not be considered complete without inclusion of these attachments.
- Certifications of the historic rehabilitation work completed (e.g. Part 3) should be submitted directly to the State Historic Preservation Office on the applicable forms.
- You may submit forms via U.S. mail, delivery service or in person to:

Ohio Development Services Agency, Office of Strategic Business Investments
77 South High Street, 28th Floor, Columbus, Ohio 43215

1. Authorized Representative Declaration

I hereby apply to the director of Development Services for an Ohio Historic Preservation Tax Credit certificate. I hereby attest that the information I have provided with this request is, to the best of my knowledge, correct. The project has been completed as outlined in the approved application and any approved amendments. The tax credit requested represents qualified rehabilitation expenditures incurred during the rehabilitation period. I understand that the issuance of the tax credit certificate does not represent a verification or certification by the director of Development Services of the amount of qualified rehabilitation expenditures for which the tax credit can be claimed. Rather, the amount of the tax credit and the qualified rehabilitation expenditures are subject to inspection and examination by the Ohio Department of Taxation.

Authorized Representative's Signature:


(Original Signature only)Date: 9-18-2015Authorized Representative's Name and Title: Nelson Burns, Authorized Agent**Ohio**

John R. Kasich, Governor

**Development
Services Agency**

David Goodman, Director

2. Project Information**PROJECT INFORMATION**Name of Building/Project: Phoenix BlockAddress: ~~5982 Rhodes Road~~ 105-109 E. Main StreetCity: ~~Kent~~ Ravenna, Ohio Zip: ~~44240-8100~~ 44266 >-NKCounty: PortageParcel Number(s): 313490400185, 313490400186, 313490400187, 313490400189, 313490400190,Permanent Jobs Created: 16.5Construction Jobs Created: 15Project Square Feet: 12,690Residential Units: 10

Rehabilitation Period for Qualified Rehabilitation Expenditures:

Start Date (MM/DD/YYYY): 01/03/2013End Date (MM/DD/YYYY): 06/26/2015

For Staged Projects, identify the stage for which certification is sought:

Stage ____ of ____ Total Stages

☒ Final Certification**OWNER OR LESSEE INFORMATION**Project Owner or Lessee: CPS Phoenix Investments, LLCTax Class (LLC, S/C-Corp, Partnership, Individual, Other): LLCFEIN: [REDACTED]

SSN: _____

Ohio Secretary of State Charter Number: 2267065

Ohio Employer Withholding Account Number: _____

Representative Name and Title: Nelson W. Burns, Authorized AgentRepresentative Company: CPS Phoenix Investments, LLCMailing Address: 5982 Rhodes Road, Kent, OH 44240-8100Telephone (Direct): 330-676-6801 Email: Nelson.Burns@colemanervices.org**PROJECT CONTACT INFORMATION**Contact Name and Title: Diana Wellman, PrincipalContact Company: Naylor Wellman, LLCMailing Address: 1325 Inglewood Dr, Cleveland Hts, OH 44121Telephone: 216-482-1179Email: wellman@naylorwellman.com

3. Financial Analysis

Total Project Investment:

~~\$5,088,742.00~~ \$3,915,462

Qualified Rehabilitation Expenditures:

~~\$3,205,979.00~~ \$3,313,184

Ohio Historic Preservation Tax Credit Requested:

\$515,000.00> per
cost
cert
-NK**DOCUMENTATION REQUIRED**

Provide as attachment a financial analysis of the project and final qualified rehabilitation expenditures. For projects with qualified rehabilitation expenditures exceeding \$200,000, the financial analysis must be documented in a cost certification report completed by a third-party certified public accountant. The analysis shall include all qualified rehabilitation expenditures, non-qualified rehabilitation expenditures, total project costs and requested Ohio Historic Preservation Tax Credits. If a cost certification is not performed, a template report can be obtained from the Office of Strategic Business Investments.

4. Proof of CompletionDate final Certificate of Occupancy was issued: 7/23/2015

(use anticipated date if not yet received)

DOCUMENTATION REQUIRED

Provide as attachment the final certificate(s) of occupancy from the applicable building department or authority verifying that all relevant state and local regulations pertaining to the health and safety of occupants are met for the project.

5. Proof of Ownership or Leaseholder Interest**DOCUMENTATION REQUIRED**

1. If the applicant is a fee simple owner, provide the property deed or county auditor's card for all parcels; or
2. If the applicant is a qualified lessee, provide an executed lease agreement for a term equal to or exceeding the lease term requirements under 26 U.S.C. 47(c)(2)(B)(vi).



6. Pass-Through Entity Information

If the applicant is a pass-through entity, complete a box for each individual or entity that is a member of the pass-through entity. If available, attach a diagram of the ownership and/or leasing structure. If the applicant has more than 10 members, duplicate page 5 as necessary.

Entity or Individual Name	CPS Phoenix Investment, LLC		
Mailing Address	5982 Rhodes Road, Kent, OH 44240		
FEIN or SSN	██████████	Taxable Year End	December
Percentage of ownership in pass-through entity	██████████		
Percentage of credit allocated to this entity	0		
Tax against which this entity will apply tax credit	N/A		

Entity or Individual Name	GBX Ohio HTC, LLC		
Mailing Address	1303 Prospect Ave, Cleveland, OH 44115		
FEIN or SSN	██████████	Taxable Year End	December
Percentage of ownership in pass-through entity	██████████		
Percentage of credit allocated to this entity	100%		
Tax against which this entity will apply tax credit	Income		

Entity or Individual Name	CPS Phoenix Master Tenant, LLC		
Mailing Address	5982 Rhodes Road, Kent, OH 44240		
FEIN or SSN	██████████	Taxable Year End	March
Percentage of ownership in pass-through entity	██████████		
Percentage of credit allocated to this entity	0		
Tax against which this entity will apply tax credit	N/A		

Entity or Individual Name			
Mailing Address			
FEIN or SSN		Taxable Year End	
Percentage of ownership in pass-through entity			
Percentage of credit allocated to this entity			
Tax against which this entity will apply tax credit			

Entity or Individual Name			
Mailing Address			
FEIN or SSN		Taxable Year End	
Percentage of ownership in pass-through entity			
Percentage of tax credit allocated to this entity			
Tax against which this entity will apply tax credit			



7. Historic Approvals

Date of submittal to the State Historic Preservation Office: September 21, 2015

(use anticipated submission date if not yet submitted)

DOCUMENTATION REQUIRED

Combined State and Federal Project

In accordance with federal instructions, complete and submit to the State Historic Preservation Office a federal Part 3 - Request for Certification of Completed Work.

State Only Project

Provide photographic documentation of the completed project meeting the following guidance:

- Provide good, clear photographs of the building as it appears after the rehabilitation.
- Exterior photographs must show all elevations of the building and views of the building in its setting on the street.
- Interior photographs must show spaces and representative secondary spaces.
- Photographs must be numbered, dated and labeled with the building name, the view (e.g. east side), and a brief description of what is shown.
- Photographs must be keyed to site plan and floor plans. Key photographs to the application narrative where appropriate. For clear documentation, 35 mm photographs are recommended.
- Digital photographs are accepted if equal in quality to clearly focused, properly exposed 35mm.

8. Certification Fee

DOCUMENTATION REQUIRED

Applicants approved after July 1, 2011 are subject to a final certification fee. The certification fee will equal 1.5 percent of the tax credits requested at certification less the sum of the application fee and servicing fee paid by the applicant. The fee shall be paid before a tax credit certificate is issued.

Provide as attachment the certification fee paid in full via check made out to 'Treasure, State of Ohio.' The amount of certification fee for the project can be confirmed by the Office of Strategic Business Investments.

PAID 9/28/15
-NK



Ohio
Historic Preservation
Tax Credit

CPS PHOENIX INVESTMENTS, LLC
SCHEDULE OF QUALIFIED REHABILITATION EXPENDITURES AND
COMPUTATION OF STATE OF OHIO PRESERVATION TAX CREDITS

As of December 31, 2015
With
Independent Accountants' Report



NOVOGRADAC
& COMPANY LLP®
CERTIFIED PUBLIC ACCOUNTANTS

Independent Accountants' Report

To the Members of
CPS Phoenix Investments, LLC:

We have examined the accompanying Schedule of Qualified Rehabilitation Expenditures and Computation of State of Ohio Preservation Tax Credits (the "Schedule") of CPS Phoenix Investments, LLC (the "Company") as of December 31, 2015. The Company's management is responsible for the Schedule. Our responsibility is to express an opinion based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence supporting the Schedule and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion.

Management is responsible for the preparation and fair presentation of this Schedule in accordance with Internal Revenue Code of 1986 Section 47 ("IRC Section 47") and Section 149.311 of the Ohio Revised Code ("ORC Section 149.311"); this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the Schedule that is free from material misstatement, whether due to fraud or error.

In our opinion, the Schedule referred to above presents, in all material respects, the Schedule of Qualified Rehabilitation Expenditures and Computation of State of Ohio Preservation Tax Credits of CPS Phoenix Investments, LLC as of December 31, 2015, based on IRC Section 47 and ORC Section 149.311.

Novogradac & Company LLP

Cleveland, Ohio
January 11, 2016

CPS Phoenix Investments, LLC
SCHEDULE OF QUALIFIED REHABILITATION EXPENDITURES AND
COMPUTATION OF STATE OF OHIO PRESERVATION TAX CREDITS
December 31, 2015

	Total Development Costs	Total Ineligible Development Costs	Total Qualified Rehabilitation Expenditures
Acquisition Costs			
Acquisition costs	\$ 289,000	\$ 289,000	\$ -
Construction Costs - Rehabilitation			
Masonry	169,045	-	169,045
Drywall / Plaster / Ceiling	138,588	-	138,588
HVAC	180,000	-	180,000
Electrical	186,158	-	186,158
Façade	154,144	-	154,144
Demolition	93,900	-	93,900
Environmental Services/Asbestos Abatement	53,750	-	53,750
Roofing	80,342	-	80,342
Elevator	79,780	-	79,780
Plumbing	120,000	-	120,000
General Requirements, Overhead and Builder's Profit	230,190	-	230,190
Other Construction Costs	1,135,228	144,864	990,364
Total Construction Costs - Rehabilitation	<u>2,621,125</u>	<u>144,864</u>	<u>2,476,261</u>
Other Costs			
Accounting	51,533	5,302	46,231
Architectural	246,563	-	246,563
Furniture Fixtures and Equipment	20,414	20,414	-
Historic Tax Credit Consulting and Fees	11,762	-	11,762
Insurance	32,797	4,604	28,193
Interest	82,854	27,698	55,156
Legal	124,886	100,184	24,702
Miscellaneous Costs	13,759	3,859	9,900
Real Estate Taxes	39,591	4,028	35,563
Title and Recording	1,070	1,070	-
Utilities	30,108	1,255	28,853
Total Other Costs	<u>655,337</u>	<u>168,414</u>	<u>486,923</u>
Developer Fee	<u>350,000</u>	<u>-</u>	<u>350,000</u>
Total	<u><u>\$ 3,915,462</u></u>	<u><u>\$ 602,278</u></u>	<u><u>\$ 3,313,184</u></u>

STATE OF OHIO PRESERVATION TAX CREDITS

Total Qualified Rehabilitation Expenditures (Lower of Actual QRE's or \$2,060,000)	\$ 2,060,000
State of Ohio Preservation Tax Credit Percentage	25%
State of Ohio Preservation Tax Credits	<u><u>\$ 515,000</u></u>
Maximum Awarded State of Ohio Preservation Tax Credits	<u><u>\$ 515,000</u></u>